

MITCHELL STIPP, ESQ.
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*[Proposed] Co-Counsel for
Debtor and Debtor In Possession*

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

NUVEDA, LLC, a Nevada limited
liability company,
Debtor.

Case No. BK-22-11249-abl

Chapter 11 (Subchapter V)

**APPLICATION FOR ORDER
AUTHORIZING RETENTION AND
EMPLOYMENT OF LAW OFFICE OF
MITCHELL STIPP, P.C. AS THE
DEBTOR'S CO-COUNSEL,
EFFECTIVE AS OF THE PETITION
DATE**

Hearing Date: June 29, 2022

Hearing Time: 1:30 p.m.

NuVeda, LLC (the "Debtor"), debtor and debtor in possession in the above-referenced chapter 11 bankruptcy case (the "Chapter 11 Case"), respectfully submits this application (the "Application") for an order pursuant to sections 327(a), 328, and 1184 of title 11 of the United States Code, §§ 101 *et. seq.* (the "Bankruptcy Code"), and Rules 2014(a), 2016, 5002 and 9034 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), authorizing Debtor to retain and employ the Law Office of Mitchell Stipp, P.C. (the "Stipp Firm") as co-counsel for the Debtor, effective as of April 11, 2022 (the "Petition Date").

1 In support of this Application, the Debtor relies on the Declaration of Pejman Bady (the “Bady
2 Declaration”) and the Verified Statement of Mitchell Stipp (the “Stipp Statement”). In addition,
3 Debtor respectfully represents and shows as follows:

4 **I.**

5 **GENERAL BACKGROUND**

6 1. On the Petition Date, the Debtor filed a voluntary petition for relief under subchapter
7 V of chapter 11 of the Bankruptcy Code in this Court.

8 2. The Debtor has continued and is operating and managing its business as a debtor in
9 possession pursuant to Bankruptcy Code section 1184.

10 3. On April 14, 2022, Edward M. Burr was appointed as Subchapter V Trustee for the
11 Debtor. [Docket No. 10]

12 4. No request has been made for the appointment of a chapter 11 trustee or examiner.

13 **II.**

14 **JURISDICTION AND VENUE**

15 5. This Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157
16 and 1334. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue is proper
17 in this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

18 **III.**

19 **RELIEF REQUESTED**

20 6. By this Application, the Debtor seeks an order pursuant to Bankruptcy Code sections
21 327(a), 328 and 1184, and Bankruptcy Rules 2014(a), 2016, 5002 and 9034 authorizing the retention
22 and employment of the Stipp Firm as co-counsel for the Debtor effective as of the Petition Date.

23 **IV.**

24 **SCOPE OF EMPLOYMENT**

25 6. The Debtor requires the services of the Stipp Firm to enable the Debtor to fulfil its
26 duties as a debtor and debtor in possession and to preserve and maximize the value of the Debtor’s
27 estate for all stakeholders. The Debtor proposes to retain the Stipp Firm on the terms described in this
28

1 Application.

2
3 7. The Debtor has separately filed a retention application for the Law Office of Nathan
4 A. Schultz, P.C. (the “Schultz Firm”) to serve as the Debtor’s co-counsel. [Docket No. 32]. The Stipp
5 Firm and the Schultz Firm have taken appropriate steps and coordinated their efforts to avoid
6 unnecessary duplication of efforts. In particular, the Schultz Firm will be focused on bankruptcy-
7 related matters, whereas the Stipp Firm will be focused on non-bankruptcy related matters (in addition
8 to handling local counsel requirements).
9

10 8. In particular, the Debtor anticipates that it will call on the Stipp Firm to support the
11 Schultz Firm in connection with the following legal services:

- 12 (a) advising the Debtor with respect to its powers and duties as a debtor and
13 debtor in possession in the continued management and operation of its
14 business;
- 15 (b) communicating and negotiating with representatives of creditors and other
16 parties in interest, and advising and consulting on the conduct of the Chapter
17 11 Case, including all of the legal and administrative requirements of
18 operating in subchapter V of chapter 11;
- 19 (c) taking necessary action to protect and preserve the Debtor’s estate,
- 20 (d) preparing on behalf of the Debtor requested motions, applications, answers,
21 orders, reports and papers necessary to the administration of the estate;
- 22 (e) advising the Debtor in connection with post-petition financing, any potential
23 sale of assets, and the preparation of a plan of reorganization;
- 24 (f) appearing before this Court; and
- 25 (g) performing as requested all other necessary legal services and providing other
26 necessary legal advice to the Debtor in connection with the Chapter 11 Case.

27 9. The Debtor requires knowledgeable counsel to render these essential professional
28 services. The Stipp Firm has substantial business and legal experience representing clients in complex

1 business transactions and disputes in the state and federal courts in Nevada (including the Debtor
2 before the Eighth Judicial District Court, State of Nevada, in disputes with creditors of Debtor).
3 Accordingly, the Debtor respectfully submits that the Stipp Firm is well qualified to represent the
4 Debtor's interests in the Chapter 11 Case.

5 **V.**

6 **QUALIFICATIONS**

7 7. The Debtor selected the Stipp Firm to serve as co-counsel to the Schultz Firm because
8 of Mr. Stipp's extensive experience and knowledge in the field of complex business transactions and
9 disputes.

10 8. The Stipp Firm is well suited for its representation of the Debtor. A copy of Mr. Stipp's
11 curriculum vitae ("CV") is attached to the Stipp Statement as Exhibit A.

12 9. As indicated in the CV, Mr. Stipp's practice has focused extensively on complex
13 business matters (including matters involving bankruptcy), and the vast majority of his more than 20
14 years in practice has been spent representing clients in complex business transactions and litigation
15 of related disputes.

16 10. Accordingly, the Debtor believes that the appointment of the Stipp Firm as Debtor's
17 co-counsel is in the best interest of the Debtor and its estate.

18 **VI.**

19 **DISINTERESTEDNESS**

20 11. To the best of the Debtor's knowledge, information and belief, other than as may be
21 set forth herein or in the Stipp Statement and exhibits attached thereto, the Stipp Firm does not hold
22 or represent any interest adverse to the Debtor or the Debtor's estate, and each of the Stipp Firm and
23 Mr. Stipp is a "disinterested person," as that term is defined in Bankruptcy Code section 101(14) and
24 used in Bankruptcy Code section 327(a), in that:

25 a. The Stipp Firm and Mr. Stipp:

- 26 i. are not creditors or insiders of the Debtor;
27 ii. are not and were not, within two years before the date of this
28 application, a director, officer, or employee of the Debtor, as
specified in subparagraph (c) of 11 U.S.C. §101(14); and

1 iii. do not hold an interest materially adverse to the interest of
2 the estate or of any class of creditors or equity holders.

3 b. The Stipp Firm and Mr. Stipp do not represent or otherwise have other material
4 connections with the Debtor, its creditors, any other party in interest, or its
5 respective attorneys and accountants, other than that:

6 i. Mr. Stipp represents Debtor, the members/managers of Debtor and
7 their respective affiliates and related parties in cases before the Eighth
8 Judicial District Court, State of Nevada and Nevada's appellate courts;
9 and

10 ii. The Stipp Firm and the Schultz Firm have worked together on other
11 matters not involving the Debtor and may continue to do so.

12 c. The Stipp Firm and Mr. Stipp do not have any connection with the judge of this
13 Court, the United States Trustee for Region 17 or any person employed in the
14 Office of the United States Trustee for the District of Nevada.

15 12. The Debtor understands that from time to time, the Stipp Firm or Mr. Stipp or firms
16 with which Mr. Stipp previously was affiliated may have represented parties adverse to certain
17 creditors or parties in interest in the Chapter 11 Case on unrelated matters, but the Stipp Firm is not
18 currently aware of any such representations.

19 13. The Debtor understands that from time to time, the Stipp Firm or Mr. Stipp may be
20 engaged by a party in interest, or a firm representing a party in interest, in matters entirely unrelated
21 to the Debtor and its estate, but the Stipp Firm is not currently aware of any such engagement.

22 14. As of the Petition Date, neither the Stipp Firm nor Mr. Stipp had any claim against the
23 Debtor.

24 **VII.**

25 **COMPENSATION**

26 15. The Stipp firm was retained by the Debtor on April 7, 2022. The Stipp Firm received
27 an advance retainer deposit of \$73,857.00 in connection with this engagement, which was paid by Dr.
28 Pejman Bady.

1 circumstances and that no other or further notice is necessary or required.

2 **IX.**

3 **NO PRIOR APPLICATION**

4 23. No previous application for the relief requested herein has been made to this Court or
5 any other court.

6 **X.**

7 **CONCLUSION**

8 WHEREFORE, the Debtor respectfully requests entry of an order authorizing the relief
9 requested herein, substantially in the form attached hereto as Exhibit 1, and granting the Debtor such
10 other and further relief as is just and proper

11
12 DATED this 25th day of May, 2022.

13 **NuVeda, LLC**, a Nevada limited liability company

14 By /s/Pejman Bady

15 Pejman Bady, Manager

16
17 Respectfully submitted by:

18 **LAW OFFICE OF MITCHELL STIPP, P.C.**

19 By: /s/Mitchell Stipp

20 MITCHELL STIPP, ESQ.

21 Nevada Bar No. 7531

22 1180 N. Town Center Drive, Suite 100

23 Las Vegas, Nevada 89144

24 *[Proposed] Co-Counsel for Debtor and Debtor in Possession*

**EXHIBIT 1
PROPOSED ORDER**

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UNITED STATES BANKRUPTCY COURT

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In re:

NUVEDA, LLC, a Nevada limited
liability company,
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Case No. BK-22-11249-abl

Chapter 11 (Subchapter V)

**ORDER AUTHORIZING RETENTION
AND EMPLOYMENT OF LAW
OFFICE OF MITCHELL STIPP, P.C.
AS THE DEBTOR'S CO-COUNSEL,
EFFECTIVE AS OF THE PETITION
DATE**

The Court, having reviewed and considered the (i) Application for an Order Authorizing Retention and Employment of the Law Office of Mitchell Stipp, P.C. (the "Stipp Firm") as Debtor's Co-Counsel, Effective as of the Petition Date (the "Application"),¹ filed by NuVeda, LLC (the "Debtor"), debtor and debtor in possession in the above-referenced chapter 11 bankruptcy cases (the "Chapter 11 Case"), (ii) the Verified Statement of Mitchell Stipp Pursuant to 11 U.S.C. § 329 and

¹ All capitalized terms not otherwise defined herein shall have the same meaning ascribed in the Application.

1 Fed. R. Bankr. P. 2014 and 2016 Filed in Support of the Application (the “Stipp Statement”), and
 2 (iii) the Declaration of Pejman Bady in support of the Application (the “Bady Declaration”); and
 3 with all other findings set forth in the record at the hearing noted above incorporated herein, pursuant
 4 to Fed. R. Bankr. P. 7052; and it appearing that this Court has jurisdiction to consider the
 5 Application pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that venue of the Chapter 11 Case
 6 and the Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it
 7 appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); the Court hereby
 8 finds (1) notice of the Application was good and sufficient as provided therein and under the
 9 circumstances; (2) the Stipp Firm (a) does not represent any other entity having an interest materially
 10 adverse to the interests of the Debtor in connection with the Chapter 11 Case, (b) is a “disinterested
 11 person” within the meaning of 11 U.S.C. § 101(14), and (c) being employed as the Debtor’s co-
 12 counsel is necessary and in the best interests of Debtor and its estate; and (3) good cause exists to
 13 approve the retention and employment of the Stipp Firm on the terms set forth in the Application.

14 **NOW, THEREFORE, IT IS HEREBY ORDERED THAT:**

- 15 1. The Application is GRANTED in all respects.
- 16 2. Pursuant to 11 U.S.C. § 327(a) and Rules 2014(a), 2016(b) and 5002 of the Federal
 17 Rules of Bankruptcy Procedure, the Debtor is authorized to retain and employ the Stipp Firm as co-
 18 counsel for Debtor effective as of the Petition Date, to perform the services and on the terms as set
 19 forth in the Application.
- 20 3. The Stipp Firm shall be compensated from the Debtor’s estate in accordance with the
 21 procedures set forth in the Application, 11 U.S.C. §§ 330 and 331, the Bankruptcy Rules, the Local
 22 Rules, guidelines established by the Office of the United States Trustee for the District of Nevada and
 23 such other procedures as may be fixed by Orders of this Court.
- 24 4. The Stipp Firm is disinterested as that term is defined in Bankruptcy Code section
 25 101(14) and used in Bankruptcy Code section 327(a).
- 26 5. The terms of this Order shall be immediately effective and enforceable upon its entry.

1 Prepared and respectfully submitted by:
2 **LAW OFFICE OF MITCHELL STIPP, P.C.**

3 By: /s/Mitchell Stipp
4 MITCHELL STIPP, ESQ.
5 Nevada Bar No. 7531
6 1180 N. Town Center Drive, Suite 100
7 Las Vegas, Nevada 89144

8 *[Proposed] Co-Counsel for Debtor and Debtor in Possession*

9 APPROVED/DISAPPROVED:

10 **OFFICE OF THE UNITED STATES TRUSTEE**

11 By _____
12 Edward M. McDonald Jr.
13 Trial Attorney for Tracy Hope Davis,
14 United States Trustee
15 Foley Federal Building
16 300 Las Vegas Boulevard South, Suite 4300
17 Las Vegas, Nevada 89101
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CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

In accordance with Local Rule 9021, counsel submitting this document certifies as follows:

- ☐ The Court has waived the requirement of approval in LR 9021(b)(1).
- ☐ No party appeared at the hearing or filed an objection to the motion
- ☐ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below:

EDWARD M. McDONALD JR.,
OFFICE OF THE UNITED STATES
TRUSTEE

Approved / Disapproved _____

- ☐ I certify that this is a case under Chapter 7 or 13, that I has served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order.

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